

900395771 02/21/2017

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM416902

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	SECURITY INTEREST		
SEQUENCE:	2		
CONVEYING PARTY DATA			
Name	Formerly:	Execution Date	Entity Type
i3 Brands, Inc.		01/31/2017	Corporation
RECEIVING PARTY DATA			
Name:	Capital Partners, LLC		
Street Address:	P.O. Box 12888		
City:	Salem		
State/Country:	OREGON		
Postal Code:	97309		
Entity Type:	Limited Liability Company: OREGON		
PROPERTY NUMBERS Total: 1			
Property Type	Number	Word Mark	
Registration Number:	3500783	PARTS.COM	
CORRESPONDENCE DATA			
Fax Number:	8587243911		
<i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent using a fax number, if provided; if that is unsuccessful, it will be sent via US Mail.</i>			
Phone:	858-925-6028		
Email:	legal@i3brands.com		
Correspondent Name:	i3 Brands, Inc.		
Address Line 1:	2196 Carmel Valley Road		
Address Line 4:	Del Mar, CALIFORNIA 92014		
NAME OF SUBMITTER:	Michael T Lucas		
SIGNATURE:	/Michael T Lucas/		
DATE SIGNED:	02/21/2017		
Total Attachments: 1			
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ADDENDUM TO SECURITY AGREEMENT

BETWEEN: Capital Partners, LLC (Secured Party)
P.O. Box 12888
Salem, Oregon 97309

AND: Parts,Com, LLC

This is an acknowledgement between Capital Partners, LLC, (Secured Party) and i3 Brands, Inc (Debtor) to amend the Security Agreement dated December 31, 2011 as follows:

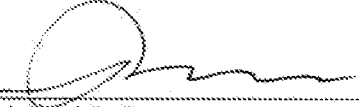
- a. Whereas i3 Brands, Inc. has agreed to accept the liability of Parts.com LLC; therefore, this Amendment to Security Agreement transfers holder of debt from Parts.Com, LLC to i3 Brands, Inc.;
- b. Whereas this Security Agreement is amended to secure Note dated January 31, 2017 between Capital Partners, LLC and i3 Brands, Inc;
- c. Whereas Security Agreement is amended to reflect new note amount of \$1,000,000.00.
- d. Whereas this Security Agreement is amended to delete "Parts.com for every part of your life" (USPTO serial number 77106484) from the Security Agreement;
- e. Whereas this Security Agreement is amended to be all inclusive of new UCC-1 to be filed in the State of Delaware to be used to maintain the security interest with the Secured Party and shall be recorded within three days of the date of this Amendment;

Now Therefore, Borrower hereby grants to Secured Party and acknowledges that Secured Party maintains a first security interest (hereafter "Security Interest") in:

- a. The trademarks known as "Parts.com" (USPTO serial number 77219341 and;
- b. The URL registered as www.parts.com with Network Solutions, which expires on March 18, 2018, unless renewed under the administrator as documented by Network Solutions known as: i3 Brands, Inc. 2196 Carmel Valley Rd, Del Mar, CA. 92014. Registration contact on record for communication is Legal@i3brands.com.

All other terms and conditions of Security Agreement dated December 31, 2011 between Capital Partners, LLC and Parts.com shall remain constant.

Capital Partners, LLC (Secured Party)
By: Capital Development Corporation, Manager

By 
Richard J. Carney
Its: President

1-31-17
Dated

i3 Brands, Inc.

By: Michael T. Lucas CEO
2196 Carmel Valley Road
Del Mar, CA 92014

1/31/2017
Dated